

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK-3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS AND
TRANSPORTATION AUTHORITY,

Debtor.

PROMESA
Title III

No. 17 BK-3567-LTS

CONTINUED EXHIBITS OF DEBTOR

PLEASE TAKE NOTICE that on July 27, 2022, the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the sole Title III representative of the Puerto

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Rico Highways and Transportation Authority (the “HTA”) pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”)², hereby submits the *Continued Exhibits of Debtor* in connection with the hearing for confirmation of the *Third Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority* [Case No. 17 BK-3567-LTS, Dkt. No. 1240] (as it may be amended, modified or supplemented, the “Plan”) pursuant to the Court’s *Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith* [Docket Entry No. 21301 in Case No. 17-3283; Docket Entry No. 1249 in Case No. 17-3567].

The Debtor’s exhibit list is annexed hereto as Appendix A, and individual exhibits are attached herewith as ECF file size limits permit.

The Oversight Board reserves all rights, including the right to use exhibits identified on other parties’ exhibits lists, the right to use additional exhibits for cross-examination or rebuttal if necessary, and the right to revise, amend and/or supplement this list, for reasons including but not limited to if the Confirmation Hearing scheduled to commence on August 17, 2022 is adjourned or if the Plan is modified.

[Remainder of Page Intentionally Left Blank]

² PROMESA is codified at 48 U.S.C. §§ 2101–2241.

Dated: July 27, 2022
San Juan, Puerto Rico

Respectfully submitted,

/s/ Brian S. Rosen

Brian S. Rosen (*pro hac vice*)
Jeffrey W. Levitan (*pro hac vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

Michael A. Firestein (*pro hac vice*)
Lary Alan Rappaport (*pro hac vice*)
PROSKAUER ROSE LLP
2029 Century Park East
Suite 2400
Los Angeles, CA 90067
Tel: (310) 284-5658
Fax: (310) 557-2193

Attorneys for the Financial Oversight and Management Board as representative for the Puerto Rico Highways and Transportation Authority

/s/ Hermann D. Bauer

Hermann D. Bauer
USDC No. 215205
O'NEILL & BORGES LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918-1813
Tel: (787) 764-8181
Fax: (787) 753-8944

Co-Attorneys for the Financial Oversight and Management Board as representative for the Puerto Rico Highways and Transportation Authority

Appendix A

Exhibit No.	Description	Confidential	Use of Exhibit
Debtor's Ex. 1	Third Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority		Admit, but not for truth
Debtor's Ex. 2	Disclosure Statement for the Third Amended Title III Plan of Adjustment for the Puerto Rico Highways and Transportation Authority		Admit, but not for truth
Debtor's Ex. 3	2020 Puerto Rico Highways and Transportation Authority Fiscal Plan, certified by the Oversight Board on June 26, 2020		Admit
Debtor's Ex. 4	2021 Puerto Rico Highways and Transportation Authority Fiscal Plan, certified by the Oversight Board on May 27, 2021		Admit
Debtor's Ex. 5	2022 Puerto Rico Highways and Transportation Authority Fiscal Plan, certified by the Oversight Board on February 22, 2022		Admit
Debtor's Ex. 6	2022 Puerto Rico Highways and Transportation Authority Budget, certified by the Oversight Board on June 30, 2021		Admit
Debtor's Ex. 7	2023 Puerto Rico Highways and Transportation Authority Budget, certified by the Oversight Board on June 30, 2022		Admit
Debtor's Ex. 8	2021 Commonwealth Fiscal Plan, certified by the Oversight Board on April 23, 2021		Admit
Debtor's Ex. 9	2022 Commonwealth Fiscal Plan, certified by the Oversight Board on January 27, 2022		Admit
Debtor's Ex. 10	2022 Commonwealth Budget, certified by the Oversight Board on June 30, 2021		Admit
Debtor's Ex. 11	2022 Commonwealth Amended Budget, certified by the Oversight Board on February 22, 2022		Admit
Debtor's Ex. 12	2022 Commonwealth Second Amended Budget, certified by the Oversight Board on June 3, 2022		Admit
Debtor's Ex. 13	2023 Commonwealth Budget, certified by the Oversight Board on June 30, 2022		Admit
Debtor's Ex. 14	HTA/CCDA Related Plan Support Agreement, by and among the Oversight Board, as representative of the Commonwealth and the Puerto Rico Highways and Transportation Authority, certain holders of HTA Bond Claims, certain holders of CCDA Bond Claims, Assured and National (the "HTA/CCDA PSA") (May 5, 2021)		Admit
Debtor's Ex. 15	UCC Letter Agreement (July 12, 2021)		Admit
Debtor's Ex. 16	Stipulation in Connection with DRA Related Disputes		Admit
Debtor's Ex. 17	HTA Cash Analysis		Admit
Debtor's Ex. 18	Oversight Board Resolution Certifying Submission of Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority (April 28, 2022)		Admit

Exhibit No.	Description	Confidential	Use of Exhibit
Debtor's Ex. 19	Oversight Board Resolution Certifying Submission of Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority (May 13, 2022)		Admit
Debtor's Ex. 20	Oversight Board Resolution Certifying Submission of Second Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority (June 7, 2022)		Admit
Debtor's Ex. 21	Oversight Board Resolution Certifying Submission of Third Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority (June 17, 2022)		Admit
Debtor's Ex. 22	Supplement to the Third Amended Title III Plan of Adjustment of the Puerto Rico Highways and Transportation Authority [Case No. 17-BK-3567-LTS, [ECF No. 1279]		Admit
Debtor's Ex. 23	New HTA Bond Indenture		Admit
Debtor's Ex. 24	Commonwealth loan agreement		Admit
Debtor's Ex. 25	Teodoro Moscoso Indenture		Admit
Debtor's Ex. 26	Teodoro Moscoso Concession Agreement		Admit
Debtor's Ex. 27	Amendment to Teodoro Moscoso Concession Agreement		Admit
Debtor's Ex. 28	Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19784]		Identification
Debtor's Ex. 29	Order and Judgment Confirming the Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, and the Puerto Rico Public Buildings Authority [ECF No. 19813]		Identification
Debtor's Ex. 30	Findings of Fact and Conclusions of Law In Connection With Confirmation of the Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19812]		Identification
Debtor's Ex. 31	Proof of Claim No. 151149 filed by DRA Parties in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 32	Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from the Automatic Stay, or, in the Alternative, Adequate Protection [ECF No. 673 in Case No. 17-bk-3567-LTS].		Admitted, but not for truth

Exhibit No.	Description	Confidential	Use of Exhibit
Debtor's Ex. 33	Defendant Financial Guaranty Insurance Company Answer, Counterclaim, and Third-Party Claim to Complaint Pursuant to Bankruptcy Rules 3007 and 7001 Objecting to and Challenging Validity, Enforceability, and Extent of Prepetition Security Interests and Seeking Other Relief [ECF No. 4, 19-ap-00363-LTS (D.P.R. June. 11, 2019)].		Admitted, but not for truth
Debtor's Ex. 34	Proof of Claim No. 29581 filed by AGC in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 35	Proof of Claim No. 31427 filed by AGMC in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 36	Proof of Claim No. 107643 filed by Ambac in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 37	Proof of Claim No. 32622 filed by BNYM in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 38	Proof of Claim No. 37245 filed by BNYM in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 39	Proof of Claim No. 38574 filed by BNYM in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 40	Proof of Claim No. 109975 filed by FGIC in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 41	Proof of Claim No. 23459 filed by National in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 42	Proof of Claim No. 24041 filed by National in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 43	Proof of Claim No. 102929 filed by Peaje in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 44	Proof of Claim No. 102953 filed by Peaje in HTA Title III Case		Admitted, but not for truth
Debtor's Ex. 45	Opinion and Order, ECF No. 211, 15-cv-01727-MEL (D.P.R., Aug. 9, 2021).		Admitted, but not for truth
Debtor's Ex. 46	Judgment, ECF No. 212, 15-cv-01727-MEL (D.P.R., Aug. 9, 2021).		Admitted, but not for truth
Debtor's Ex. 47	Proof of Claim No. 138396 filed by Carlos R. Céspedes-Gómez (Spanish-language)		Admitted, but not for truth
Debtor's Ex. 48	Proof of Claim No. 138396 filed by Carlos R. Céspedes-Gómez (certified English-language translation)		Admitted, but not for truth
Debtor's Ex. 49	Proof of Claim No. 118147 filed by Anibal Miranda Perez (Spanish-language)		Admitted, but not for truth
Debtor's Ex. 50	Proof of Claim No. 118147 filed by Anibal Miranda Perez (certified English-language translation)		Admitted, but not for truth
Debtor's Ex. 51	Proof of Claim No. 166207 filed by Amilcar Nieves-Santiago (Spanish-language)		Admitted, but not for truth
Debtor's Ex. 52	Proof of Claim No. 166207 filed by Amilcar Nieves-Santiago (certified English-language translation)		Admitted, but not for truth
Debtor's Ex. 53	Best Interests Test Report for the Puerto Rico Highways and Transportation Authority		Admit